

Exhibit 5

From: Lutkus, Stacy <Salutkus@mwe.com>
Sent: Friday, October 25, 2024 12:30 PM
To: Brock, Matthew R.; Asher, Monica; Azman, Darren
Cc: Shpeen, Adam L.; Resnick, Brian M.; Going, Kristin; akratenstein@mwe.com; JAlberto; snewman@coleschotz.com; biglots.dpw.rx; McClammy, James I.; Sun, Tony; Stroman, Samantha
Subject: RE: In re Big Lots, Inc., et al., Case No. 24-11967 (JKS) (Bankr. D. Del.)

Many thanks, Matt.

Confirming that we agree to maintain the referenced board minutes and materials as professionals' eyes only and will revert to meet and confer on any request to share documents with any Committee member(s).

All best,
Stacy

STACY A. LUTKUS
Partner

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From: Brock, Matthew R. <matthew.brock@davispolk.com>
Sent: Friday, October 25, 2024 12:18 PM
To: Lutkus, Stacy <Salutkus@mwe.com>; Asher, Monica <MAsher@mwe.com>; Azman, Darren <Dazman@mwe.com>
Cc: Shpeen, Adam L. <adam.shpeen@davispolk.com>; Resnick, Brian M. <brian.resnick@davispolk.com>; Going, Kristin <Kgoing@mwe.com>; Kratenstein, Andrew <AKratenstein@mwe.com>; JAlberto <JAlberto@coleschotz.com>; snewman@coleschotz.com; biglots.dpw.rx <biglots.dpw.rx@davispolk.com>; McClammy, James I. <james.mcclammy@davispolk.com>; Sun, Tony <tony.sun@davispolk.com>; Stroman, Samantha <samantha.stroman@davispolk.com>
Subject: RE: In re Big Lots, Inc., et al., Case No. 24-11967 (JKS) (Bankr. D. Del.)

[External Email]

Stacy,

We are preparing to make an initial production that contains Big Lots' board minutes and materials. Will you agree to maintain these documents as professionals eyes only? To the extent you believe that there is a need to share any of these documents with members of the committee, we are available to meet and confer regarding the confidentiality designation.

Regards,
Matt

Matthew R. Brock

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From: Lutkus, Stacy <Salutkus@mwe.com>
Sent: Thursday, October 24, 2024 4:28 PM
To: Brock, Matthew R. <matthew.brock@davispolk.com>; Asher, Monica <MAsher@mwe.com>; Azman, Darren <Dazman@mwe.com>
Cc: Shpeen, Adam L. <adam.shpeen@davispolk.com>; Resnick, Brian M. <brian.resnick@davispolk.com>; Going, Kristin <Kgoing@mwe.com>; akratenstein@mwe.com; JAlberto <JAlberto@coleschotz.com>; snewman@coleschotz.com; biglots.dpw.rx <biglots.dpw.rx@davispolk.com>; McClammy, James I. <james.mcclammy@davispolk.com>; Sun, Tony <tony.sun@davispolk.com>; Stroman, Samantha <samantha.stroman@davispolk.com>
Subject: RE: In re Big Lots, Inc., et al., Case No. 24-11967 (JKS) (Bankr. D. Del.)

Appreciate it, Matt.

All best,
Stacy

STACY A. LUTKUS
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From: Brock, Matthew R. <matthew.brock@davispolk.com>
Sent: Thursday, October 24, 2024 4:22 PM
To: Lutkus, Stacy <Salutkus@mwe.com>; Asher, Monica <MAsher@mwe.com>; Azman, Darren <Dazman@mwe.com>
Cc: Shpeen, Adam L. <adam.shpeen@davispolk.com>; Resnick, Brian M. <brian.resnick@davispolk.com>; Going, Kristin <Kgoing@mwe.com>; Kratenstein, Andrew <AKratenstein@mwe.com>; JAlberto <JAlberto@coleschotz.com>; snewman@coleschotz.com; biglots.dpw.rx <biglots.dpw.rx@davispolk.com>; McClammy, James I. <james.mcclammy@davispolk.com>; Sun, Tony <tony.sun@davispolk.com>; Stroman, Samantha <samantha.stroman@davispolk.com>
Subject: RE: In re Big Lots, Inc., et al., Case No. 24-11967 (JKS) (Bankr. D. Del.)

[External Email]

Stacy,

I am attaching updated copies of the schedules. In addition, the DACAs that you have are the only ones that we're aware of, which are described in Debtors' Cash Management Motion.

Regards,
Matt

Matthew R. Brock

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From: Lutkus, Stacy <Salutkus@mwe.com>
Sent: Thursday, October 24, 2024 12:36 AM

To: Brock, Matthew R. <matthew.brock@davispolk.com>; Asher, Monica <MAsher@mwe.com>; Azman, Darren <Dazman@mwe.com>

Cc: Shpeen, Adam L. <adam.shpeen@davispolk.com>; Resnick, Brian M. <brian.resnick@davispolk.com>; Going, Kristin <Kgoing@mwe.com>; akratenstein@mwe.com; JAlberto <JAlberto@coleschotz.com>; snewman@coleschotz.com; biglots.dpw.rx <biglots.dpw.rx@davispolk.com>; McClammy, James I. <james.mcclammy@davispolk.com>; Sun, Tony <tony.sun@davispolk.com>; Stroman, Samantha <samantha.stroman@davispolk.com>

Subject: RE: In re Big Lots, Inc., et al., Case No. 24-11967 (JKS) (Bankr. D. Del.)

Matthew –

Many thanks for the update. We will revert with any questions and look forward to hearing from you further re: the status and timing of your e-mail reviews.

Separately, but relatedly, as Darren discussed within the last hour with Adam, there are two components of the Committee's Requests relevant to the Committee's lien investigation with which your assistance is crucial:

1. First, as was noted in Monica's October 17 e-mail and as we pointed out on our October 20 call, because we do not anticipate that the Debtors will file schedules/statements until October 31, we have requested that the Debtors either (i) confirm that Schedules I-VII appended to that certain *Amended and Restated Security Agreement*, dated April 18, 2024, by, among others, Big Lots, Inc. and PNC Bank, National Association, as Agent, were current and correct as of the Petition Date; or (ii) provide updated schedules as applicable; and
2. Item 5 of the Committee's Requests seeks all deposit account control agreement(s) (each, a "DACA") setting forth the relative rights and duties of the parties thereto with respect to any of the Debtors' Bank Accounts. As you know, the Debtors state in the Cash Management Motion they hold 832 Bank Accounts. To date, the Committee has in its possession three (3) DACAs with respect to the Debtors' Bank Accounts. It is critical that the Debtors produce any additional DACAs as soon as possible, particularly for the approximately twenty (20) accounts held at financial institutions other than the Prepetition ABL Agent listed on Exhibit A of the Cash Management Motion as having held cash on the Petition Date.

We would very much appreciate an update re: the foregoing items as soon as possible. (Capitalized terms are as defined in the *First Request for the Production of Documents of the Official Committee of Unsecured Creditors Directed to the Debtors*.)

All best,
Stacy

STACY A. LUTKUS
Partner

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From: Brock, Matthew R. <matthew.brock@davispolk.com>

Sent: Wednesday, October 23, 2024 9:57 PM

To: Asher, Monica <MAsher@mwe.com>; Lutkus, Stacy <Salutkus@mwe.com>; Azman, Darren <Dazman@mwe.com>

Cc: Shpeen, Adam L. <adam.shpeen@davispolk.com>; Resnick, Brian M. <brian.resnick@davispolk.com>; Going, Kristin

<Kgoing@mwe.com>; Kratenstein, Andrew <AKratenstein@mwe.com>; JAlberto <JAlberto@coleschotz.com>; snewman@coleschotz.com; biglots.dpw.rx <biglots.dpw.rx@davispolk.com>; McClammy, James I. <james.mcclammy@davispolk.com>; Sun, Tony <tony.sun@davispolk.com>; Stroman, Samantha <samantha.stroman@davispolk.com>

Subject: RE: In re Big Lots, Inc., et al., Case No. 24-11967 (JKS) (Bankr. D. Del.)

[External Email]

Monica,

As previewed on Sunday, we have collected Big Lots' board materials and document preservation policies, and are targeting a production this week. In addition, we are collecting documents from both Big Lots and their outside counsel, Vorys, relating to the negotiation of the loan agreements. For Big Lots, we have pulled data from the four custodians who principally interacted with the lenders: Jonathan Ramsden, Ronald Robins, Jamie Schroeder, and Steve Hutkai. We are planning to search these custodians' emails for communications to or from the various lenders, with the goal of identifying a set of non-privileged documents that we can produce quickly. Vorys is running a similar search for communications with the lenders' counsel.

We will keep you updated on the status and timing of the email reviews.

Regards,
Matt

Matthew R. Brock

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From: Asher, Monica <MAsher@mwe.com>

Sent: Wednesday, October 23, 2024 3:47 PM

To: Brock, Matthew R. <matthew.brock@davispolk.com>; Lutkus, Stacy <Salutkus@mwe.com>; Azman, Darren <Dazman@mwe.com>

Cc: Shpeen, Adam L. <adam.shpeen@davispolk.com>; Resnick, Brian M. <brian.resnick@davispolk.com>; Going, Kristin <Kgoing@mwe.com>; akratenstein@mwe.com; JAlberto <JAlberto@coleschotz.com>; snewman@coleschotz.com; biglots.dpw.rx <biglots.dpw.rx@davispolk.com>; McClammy, James I. <james.mcclammy@davispolk.com>; Sun, Tony <tony.sun@davispolk.com>; Stroman, Samantha <samantha.stroman@davispolk.com>

Subject: RE: In re Big Lots, Inc., et al., Case No. 24-11967 (JKS) (Bankr. D. Del.)

Matt,

Following up on our call from Sunday, please advise on the status of Debtor's collection and production. We're available for a call to discuss as well.

MONICA S. ASHER
Partner

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Biography | **Website** | **vCard** | **LinkedIn**

Nancy Salzano, Assistant to Monica S. Asher

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From: Brock, Matthew R. <matthew.brock@davispolk.com>
Sent: Sunday, October 20, 2024 10:56 AM
To: Lutkus, Stacy <Salutkus@mwe.com>; Azman, Darren <Dazman@mwe.com>
Cc: Shpeen, Adam L. <adam.shpeen@davispolk.com>; Asher, Monica <MAsher@mwe.com>; Resnick, Brian M. <brian.resnick@davispolk.com>; Going, Kristin <Kgoing@mwe.com>; Kratenstein, Andrew <AKratenstein@mwe.com>; JAlberto <JAlberto@coleschotz.com>; snewman@coleschotz.com; biglots.dpw.rx <biglots.dpw.rx@davispolk.com>; McClammy, James I. <james.mcclammy@davispolk.com>; Sun, Tony <tony.sun@davispolk.com>; Stroman, Samantha <samantha.stroman@davispolk.com>
Subject: RE: In re Big Lots, Inc., et al., Case No. 24-11967 (JKS) (Bankr. D. Del.)

[External Email]

Thanks Stacy, 7 p.m. does not work for Davis Polk. Does 9 p.m. work?

Best,
Matt

Matthew R. Brock

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From: Lutkus, Stacy <Salutkus@mwe.com>
Sent: Sunday, October 20, 2024 5:09 AM
To: Azman, Darren <Dazman@mwe.com>
Cc: Brock, Matthew R. <matthew.brock@davispolk.com>; Shpeen, Adam L. <adam.shpeen@davispolk.com>; Asher, Monica <MAsher@mwe.com>; Resnick, Brian M. <brian.resnick@davispolk.com>; Going, Kristin <Kgoing@mwe.com>; akratenstein@mwe.com; JAlberto <JAlberto@coleschotz.com>; snewman@coleschotz.com; biglots.dpw.rx <biglots.dpw.rx@davispolk.com>; McClammy, James I. <james.mcclammy@davispolk.com>; Sun, Tony <tony.sun@davispolk.com>; Stroman, Samantha <samantha.stroman@davispolk.com>
Subject: Re: In re Big Lots, Inc., et al., Case No. 24-11967 (JKS) (Bankr. D. Del.)

Dear all -

Following up here. MWE is available for a call at 7 p.m. (EDT) this evening. Please let us know if that works for others.

Many thanks,
Stacy

STACY A. LUTKUS
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On Oct 18, 2024, at 3:01 PM, Azman, Darren <Dazman@mwe.com> wrote:

Ok thanks. Will follow up with time for Sunday.

DARREN AZMAN

Partner

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From: Brock, Matthew R. <matthew.brock@davispolk.com>

Sent: Friday, October 18, 2024 2:56:38 PM

To: Azman, Darren <Dazman@mwe.com>; Shpeen, Adam L. <adam.shpeen@davispolk.com>

Cc: Asher, Monica <MAsher@mwe.com>; Resnick, Brian M. <brian.resnick@davispolk.com>; Going, Kristin <Kgoing@mwe.com>; Kratenstein, Andrew <AKratenstein@mwe.com>; Lutkus, Stacy <Salutkus@mwe.com>; JAlberto <JAlberto@coleschotz.com>; snewman@coleschotz.com <snewman@coleschotz.com>; biglots.dpw.rx <biglots.dpw.rx@davispolk.com>; McClammy, James I. <james.mcclammy@davispolk.com>; Sun, Tony <tony.sun@davispolk.com>; Stroman, Samantha <samantha.stroman@davispolk.com>

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[External Email]

Darren,

Big Lots consents for 2004 purposes and reserves all right to object to the requests, including to the extent they are overly broad, unduly burdensome, seek irrelevant materials, and do not provide sufficient time to respond.

Regards,

Matt

Matthew R. Brock

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From: Azman, Darren <Dazman@mwe.com>

Sent: Friday, October 18, 2024 2:13 PM

To: Shpeen, Adam L. <adam.shpeen@davispolk.com>

Cc: Brock, Matthew R. <matthew.brock@davispolk.com>; Asher, Monica <MAsher@mwe.com>; Resnick, Brian M. <brian.resnick@davispolk.com>; Going, Kristin <Kgoing@mwe.com>; akratenstein@mwe.com; Lutkus, Stacy <Salutkus@mwe.com>; JAlberto <JAlberto@coleschotz.com>; snewman@coleschotz.com; biglots.dpw.rx <biglots.dpw.rx@davispolk.com>; McClammy, James I. <james.mcclammy@davispolk.com>; Sun, Tony <tony.sun@davispolk.com>; Stroman, Samantha <samantha.stroman@davispolk.com>

Subject: RE: In re Big Lots, Inc., et al., Case No. 24-11967 (JKS) (Bankr. D. Del.)

Relief that we would get if we filed a motion requesting authority to examine the debtors under 2004, which we would get quite easily. That's it. You reserve all rights, including objections and defenses to the specific requests, as you normally would have in FRCP discovery.

DARREN AZMAN

Partner

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From: Shpeen, Adam L. <adam.shpeen@davispolk.com>
Sent: Friday, October 18, 2024 2:11 PM
To: Azman, Darren <Dazman@mwe.com>
Cc: Brock, Matthew R. <matthew.brock@davispolk.com>; Asher, Monica <MAsher@mwe.com>; Resnick, Brian M. <brian.resnick@davispolk.com>; Going, Kristin <Kgoing@mwe.com>; Kratenstein, Andrew <AKratenstein@mwe.com>; Lutkus, Stacy <Salutkus@mwe.com>; JAlberto <JAlberto@coleschotz.com>; snewman@coleschotz.com; biglots.dpw.rx <biglots.dpw.rx@davispolk.com>; McClammy, James I. <james.mcclammy@davispolk.com>; Sun, Tony <tony.sun@davispolk.com>; Stroman, Samantha <samantha.stroman@davispolk.com>
Subject: Re: In re Big Lots, Inc., et al., Case No. 24-11967 (JKS) (Bankr. D. Del.)

[External Email]

Sorry for being thick but what exactly are you looking for today?

Adam L. Shpeen

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On Oct 18, 2024, at 2:01 PM, Azman, Darren <Dazman@mwe.com> wrote:

Could we get confirm on the 2004 today please? If for some reason you aren't consenting to 2004, we will need to get a motion on file today and have it heard at the hearing on Monday.

DARREN AZMAN
Partner

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From: Brock, Matthew R. <matthew.brock@davispolk.com>
Sent: Friday, October 18, 2024 2:00 PM
To: Shpeen, Adam L. <adam.shpeen@davispolk.com>; Asher, Monica <MAsher@mwe.com>; Resnick, Brian M. <brian.resnick@davispolk.com>
Cc: Azman, Darren <Dazman@mwe.com>; Going, Kristin <Kgoing@mwe.com>; Kratenstein, Andrew <AKratenstein@mwe.com>; Lutkus, Stacy <Salutkus@mwe.com>

JAlberto <JAlberto@coleschotz.com>; snewman@coleschotz.com; biglots.dpw.rx
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Samantha <samantha.stroman@davispolk.com>
Subject: RE: In re Big Lots, Inc., et al., Case No. 24-11967 (JKS) (Bankr. D. Del.)

Some people who received this message don't often get email from matthew.brock@davispolk.com. [Learn why this is important](#)

[External Email]

Monica,

Are you available to discuss on Sunday?

Regards,
Matt
Matthew R. Brock

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From: Shpeen, Adam L. <adam.shpeen@davispolk.com>
Sent: Thursday, October 17, 2024 6:20 PM
To: 'Asher, Monica' <MAsher@mwe.com>; Resnick, Brian M.
<brian.resnick@davispolk.com>
Cc: Azman, Darren <Dazman@mwe.com>; Going, Kristin <Kgoing@mwe.com>;
akratenstein@mwe.com; Lutkus, Stacy <Salutkus@mwe.com>; JAlberto
<JAlberto@coleschotz.com>; snewman@coleschotz.com; biglots.dpw.rx
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<james.mcclammy@davispolk.com>; Brock, Matthew R.
<matthew.brock@davispolk.com>; Sun, Tony <tony.sun@davispolk.com>; Stroman,
Samantha <samantha.stroman@davispolk.com>
Subject: RE: In re Big Lots, Inc., et al., Case No. 24-11967 (JKS) (Bankr. D. Del.)

Receipt confirmed. Looping in others from the DPW team (please keep them
copied on future correspondence). We will revert.

Best,
Adam

Adam L. Shpeen

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From: Asher, Monica <MAsher@mwe.com>
Sent: Thursday, October 17, 2024 6:17 PM
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<adam.shpeen@davispolk.com>
Cc: Azman, Darren <Dazman@mwe.com>; Going, Kristin <Kgoing@mwe.com>;
akratenstein@mwe.com; Lutkus, Stacy <Salutkus@mwe.com>; JAlberto
<JAlberto@coleschotz.com>; snewman@coleschotz.com
Subject: In re Big Lots, Inc., et al., Case No. 24-11967 (JKS) (Bankr. D. Del.)

Dear Brian and Adam:

As previewed in Darren Azman's e-mail correspondence to you yesterday, please see attached correspondence and First Request for the Production of Documents of the Official Committee of Unsecured Creditors to the Debtors.

Separately, given the anticipated extension of the Debtors' deadline to file schedules and statements, the Committee would also request that the Debtors either (i) confirm that Schedules I-VII appended to that certain *Amended and Restated Security Agreement*, dated April 18, 2024, by, among others, Big Lots, Inc. and PNC Bank, National Association, as Agent, were current and correct as of the Petition Date; or (ii) provide updated schedules as applicable.

MONICA S. ASHER
Partner

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Nancy Salzano, Assistant to Monica S. Asher

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